

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

VELERON HOLDING, B.V.,

Plaintiff,

v.

BNP PARIBAS SA, *et al.*

Defendants.

ELECTRONICALLY FILED

DOC #:

DATE FILED: 11/26/12

12 Civ. 5966 (CM)

**STIPULATION AND PROPOSED ORDER TO FILE UNDER SEAL**

WHEREAS, this Court ordered on September 23, 2012 that the Complaint and exhibits attached thereto in this matter be permanently sealed; and

WHEREAS, Defendants BNP Paribas (“BNPP”), Credit Suisse International (“CSI”), the Royal Bank of Scotland N.V. (“RBS”), Nexgen Capital Limited (Nexgen”), Morgan Stanley, Morgan Stanley Capital Services, Inc., Morgan Stanley & Co., Incorporated, and Morgan Stanley & Co. (collectively “Morgan Stanley,” and together with BNPP, CSI, RBS and Nexgen, “Defendants”) and Plaintiff Veleron Holdings N.V. (“Veleron” or “Plaintiff”) seek to file under seal Defendants’ Memoranda of Law in Support of Motion to Dismiss, Plaintiff’s Memorandum in Opposition to Motion to Dismiss, Defendants’ Reply Memoranda in Support of Motion to Dismiss, and certain accompanying papers in support thereof (collectively, “Motion Papers”); and

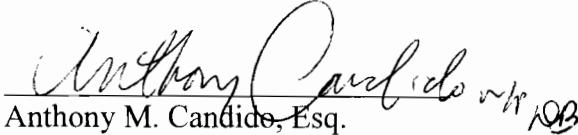
WHEREAS, good cause exists for the filing of the Motion Papers under seal because they do (and are anticipated to) quote from, discuss, and cite confidential information in the sealed Complaint and exhibits attached thereto;

IT IS HEREBY STIPULATED AND AGREED by and between the undersigned counsel for the parties that all Motion Papers shall be filed under seal subject to the approval of this stipulation by the Court.

IT IS FURTHER STIPULATED AND AGREED that all parties consent to service of Motion Papers filed under seal in the above-captioned matter by email.

Dated: New York, New York  
November 16, 2012

By:

  
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*Counsel for Defendant BNP Paribas, Credit Suisse International, the Royal Bank of Scotland N.V., and Nexgen Capital Limited*

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*Counsel for Defendants Morgan Stanley, Morgan Stanley Capital Services, Inc., Morgan Stanley & Co., Incorporated, and Morgan Stanley & Co.*

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*Counsel for Plaintiff Veleron Holdings, B.V.*

SO ORDERED:

*Colleen McMahon*  
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HON. COLLEEN McMAHON  
United States District Judge

11/24/2012